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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 OAKLAND DIVISION

KEVIN MARTIN, DAVID NORRIS, FRANK
 STONE, individually and on behalf of all other
 similarly situated,

Plaintiffs,

v.

MERRILL LYNCH, PIERCE, FENNER &
 SMITH, INCORPORATED, MERRILL
 LYNCH & CO., INC., and DOES 1-20,
 inclusive,

Defendants.

JOHN KERR, individually and on behalf of all
 other similarly situated,

Plaintiff,

v.

MERRILL LYNCH & CO., INC., MERRILL
 LYNCH, PIERCE, FENNER & SMITH,
 INCORPORATED, and DOES 1-20, inclusive,

Defendants.

No. 10-CV-04020 CW

**~~PROPOSED~~ ORDER GRANTING
 FINAL APPROVAL OF SETTLEMENT
 AND ATTORNEYS' FEES (NO. C 10-
 4020, DOCKET NOS. 76, 83; NO. C 11-
 1654, DOCKET NOS. 31, 38)**

No. 11-CV-1654 CW

Date: November 17, 2011
 Time: 2:00 p.m.
 Judge: Hon. Claudia Wilken
 Place: Dept. 2

Martin Complaint Filed: August 6, 2010
Kerr Complaint Filed: January 18, 2011

1 Having considered the Joint Stipulation of Class Action Settlement and Release dated
2 July 21, 2011 (No. C 10-4020, Dkt. 62; No. C. 11-1654, Dkt. 21) (the "Agreement") and all other
3 materials properly before the Court and having conducted an inquiry pursuant to Federal Rule of
4 Civil Procedure 23, the Court finds that the Agreement was entered by all parties in good faith.
5 The Court approves the Agreement, the present Settlement Amount of \$17,720,753.90, including
6 an award of attorneys' fees and costs for Class Counsel in the amount of \$4,000,000. The Court
7 also approves the award of a \$10,000 enhancement payment to each of the four Class
8 Representatives in the Litigation. The Court will simultaneously, or the Clerk of the Court shall,
9 enter the Judgment. Defendants directly or through the Claims Administrator, shall timely deliver
10 payments to the Settlement Class Members, the Class Representatives, and Class Counsel in
11 accordance with the Agreement.

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14 IT IS SO ORDERED.

15 DATED: ____ November 22 __, 2011

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18 HON. CLAUDIA WILKEN
19 UNITED STATES DISTRICT JUDGE
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